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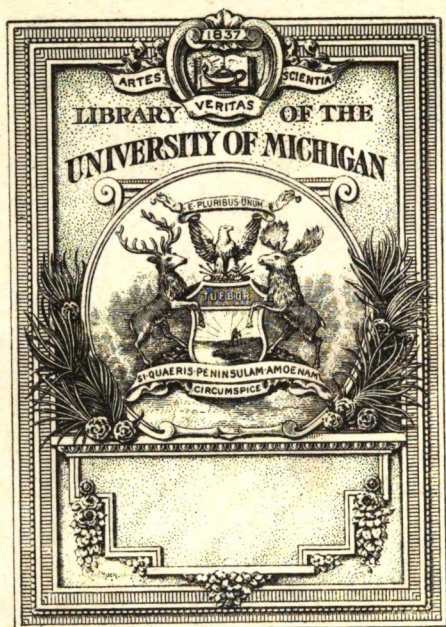
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TO THE
PROCEEDINGS AND TRANSACTIONS
OF THE
PHILOLOGICAL SOCIETY,
1842—1879.

COMPILED BY
S. J. HERRTAGE, B.A.,

AND VERIFIED BY
F. T. ELWORTHY.

PUBLISHED FOR THE SOCIETY BY
TRÜBNER & CO.,
57 AND 59, LUDGATE HILL, LONDON, E.C.
AND
KARL I. TRÜBNER, STRASBURG.
1884.

HERTFORD:
PRINTED BY STEPHEN AUSTIN AND SONS.

FOREWORDS.

AN Index to the Philological Society's *Proceedings* and *Transactions* had been often askt for, but no one would come forward to make it, till Mr. Sidney J. Herrtage kindly did so in the year 1880. With the help of a clerk, to whom the Society paid a small sum, Mr. Herrtage finisht the Index, and saw part of it in proof. But his after work as (practically) Editor of Cassell's *Encyclopædic Dictionary* proved so engrossing, that he was unable to revise and verify the Society's Index; and so it stood still for a while.

Mr. F. T. Elworthy, of the Society's Council, the well-known authority on the Dialect of West Somerset, then generously took up the work, and with the help of his wife and daughters, has carried it thru, verifying every reference, and taking no end of trouble with it.

To Mr. Herrtage, as well as to Mr. Elworthy and his family, the thanks of every Member of the Society are due, for thus making readily available to students the material in the Society's 38 years' work.

25th Sept. 1884.

F. J. F.

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Memorandum
AND
Articles of Association
OF
THE PHILOLOGICAL SOCIETY.

(Registered 2nd January, 1879.)

No. 12722 C.



N.L. 12292.

Certificate of Incorporation

OF THE

PHILOLOGICAL SOCIETY.

I hereby Certify, That the **Philological Society** (The word "limited" being omitted by licence of the Board of Trade) is this day Incorporated under the Companies Act, 1862, and that this Company is **Limited**.

Given under my hand at London, this Second day of January, One Thousand Eight Hundred and Seventy-nine.

W. H. COUSINS,

Registrar of Joint-Stock Companies.

FEE: £20.0.0.

THE COMPANIES ACTS, 1862 AND 1867.

COMPANY LIMITED BY GUARANTEE.

Memorandum of Association

OF

THE PHILOLOGICAL SOCIETY,

TO BE REGISTERED WITH ARTICLES OF ASSOCIATION.

1.—The name of the Association is “The Philological Society.”

2.—The registered office of the Association will be situate in England.

3.—The objects for which the Association is established are:

To investigate and to promote the study and knowledge of the structure, the affinities, and the history of languages, and to apply all the profits (if any) or other income of the Association for the promotion of the above object, without payment of any dividend to the members of the Association. The doing all such other lawful things as are incidental or conducive to the attainment of the above objects.

4.—The income and property of the Association, whence-soever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association; and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, or bonus, or otherwise howsoever by way of profit, to the persons who at any time are or have been members of the

Association, or to any of them, or to any person claiming through any of them.

Provided that nothing herein shall prevent the payment, in good faith, of remuneration to any officers or servants of the Association, or to any member of the Association, or other person, in return for any services actually rendered to the Association.

5.—The fourth paragraph of this Memorandum is a condition on which a licence is granted by the Board of Trade to the Association in pursuance of section 23 of the Companies Act, 1867. For the purpose of preventing any evasion of the terms of the said fourth paragraph, the Board of Trade may from time to time, on the application of any member of the Association, impose further conditions, which shall be duly observed by the Association.

6.—If the Association act in contravention of the fourth paragraph of this Memorandum, or of any such further conditions, the liability of every Member of Council of the Association shall be unlimited, and the liability of every member who has received any such dividend, bonus, or other profit as aforesaid, shall likewise be unlimited.

7.—Every member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up during the time that he is a member, or within one year afterwards, for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a member, and of the costs, charges, and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding one pound, or in case of his liability becoming unlimited, such other amount as may be required in pursuance of the last preceding paragraph of this Memorandum.

8.—If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and

liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions, having objects similar to the objects of the Association, to be determined by the members of the Association at or before the time of dissolution, or in default thereof by such Judge of the High Court of Justice as may have or acquire jurisdiction in the matter.

WE, the several persons whose names and addresses are subscribed, are desirous of being formed into an Association in pursuance of this Memorandum of Association.

Names, Addresses, and Descriptions of Subscribers.

JAMES AUGUSTUS HENRY MURRAY, Mill Hill, N.W., B.A., Doctor of Laws.

HENRY SWEET, 140, Maida Vale, London, Master of Arts.

FREDERICK JAMES FURNIVALL, 3, St. George's Square, London, N.W., Barrister.

EDWARD LYALL BRANDRETH, 32, Elvaston Place, London, Barrister.

CHARLES PIERRE HENRI RIEU, 28, Woburn Square, Bloomsbury, Keeper of Oriental MSS., British Museum.

JOHN NEWBY HETHERINGTON, 62, Harley Street, London, Teacher of English.

CHARLES BAGOT CAYLEY, 4, South Crescent, Bedford Square, London, Literary.

HENRY NICOL, 52, Thornhill Road, London, Gentleman.

Dated the 20th day of December, 1878.

Witness to the above signatures :

CHARLES SWEET, 140, Maida Vale, London, Solicitor.

Articles of Association

OF

THE PHILOLOGICAL SOCIETY.

1.—None of the regulations contained in the table marked A in the first Schedule to the Companies Act, 1862, shall be regulations of this Company.

2.—The Society adopts and agrees to carry into effect the provisions of the Agreement of which a copy is contained in the Appendix to these Articles; and upon the proper entry being made in the register of members of the name and address and the occupation (if any) of any person who according to the terms of the said Agreement is to become an Ordinary or an Honorary Member of the Society, he shall become an Ordinary or an Honorary Member (as the case may be) accordingly, and these Articles shall apply to him with such modifications (if any) as may be necessary to carry the intention of the said Agreement into effect.

CONSTITUTION.

3.—The Society shall consist of a President, Vice-Presidents not exceeding seven in number, Ordinary Members unlimited in number, and Honorary Members not exceeding twenty-five in number, who shall be Foreign Scholars or British Scholars not resident in the United Kingdom.

GOVERNMENT.

4.—The Government of the Society is vested in the Council, and the Council shall consist of the President, the Vice-Presidents, a Treasurer, one or two Honorary Secretaries, and twenty Ordinary Members.

The Members of the Council on the twentieth day of December, 1878, are :

President.

JAS. A. H. MURRAY, ESQ., LL.D., B.A.

Vice-Presidents.

THE ARCHBISHOP OF DUBLIN.

EDWIN GUEST, ESQ., M.A.

WHITLEY STOKES, ESQ., LL.D., M.A.

ALEXANDER JOHN ELLIS, ESQ., B.A., F.R.S.

THE REV. RICHARD MORRIS, LL.D., M.A.

HENRY SWEET, ESQ., M.A.

Treasurer.

BENJAMIN DAWSON, ESQ., B.A., The Mount, Hampstead, London, N.W.

Hon. Secretary.

FREDERICK JAMES FURNIVALL, ESQ., M.A., 3, St. George's Square,
Primrose Hill, N.W.

Ordinary Members of Council.

E. L. BRANDRETH, ESQ.

PROF. CHARLES CASSAL, LL.B.

C. B. CAYLEY, ESQ., B.A.

ROBERT NEEDHAM CUST, ESQ.

SIR JOHN FRANCIS DAVIS, BART.

FREDERIC THOMAS ELWORTHY, ESQ.

HENRY HUCKS GIBBS, ESQ., M.A.

E. R. HORTON, ESQ., M.A.

HENRY JENNER, ESQ., M.A.

RUSSELL MARTINEAU, ESQ., M.A.

THE REV. PROFESSOR J. B. MAYOR, M.A.

W. R. MORFILL, ESQ., M.A.

SIR CHARLES A. MURRAY, K.C.B.

HENRY NICOL, ESQ.

PROFESSOR CHARLES RIEU, PH.D.

THE REV. PROFESSOR W. W. SKEAT, MA.

THE REV. W. THOMPSON, D.D.

PROFESSOR WILHELM WAGNER, PH.D.

HENSLEIGH WEDGWOOD, ESQ., M.A.

R. F. WEYMOUTH, ESQ., D.Lit., M.A.

The Council may appoint additional Secretaries for special duties, and may for specific objects connected with Philology procure the assistance of persons not members of the Society.

ELECTION OF THE COUNCIL.

5.—At the Annual General Meeting, the President, Vice-Presidents, Treasurer, Secretary or Secretaries, and Ordinary Members of the Council, shall go out of office, and their successors shall be elected by open vote, unless a ballot be required by one-third of the members present, and all or any of the members of the Council for the past year may be re-elected for the ensuing year, except four of the Ordinary Members to be determined by the Council, regard being had, among other considerations, to the number of times they have attended the Council meetings.

6.—If between two Annual Meetings a vacancy in the Council occurs, the Council may appoint a member of the Society to fill it.

ADMISSION OF ORDINARY MEMBERS.

7.—A candidate for admission as an ordinary member of the Society must be proposed according to the form No. 1 in the Appendix, under the hands of three members, one of whom must certify his personal knowledge of the candidate, unless the Council in special cases dispense with this requirement.

The proposal must be delivered to the Secretary, and read at an Ordinary Meeting of the Society; and at the first Ordinary Meeting after the proposal, if the Chairman declares that the candidate has obtained a majority of votes of the members then present, and the candidate within twenty-eight days thereafter (or within such further time as the Council for special cause may allow) subscribes the form No. 2 in the Appendix, and obtains the Treasurer's certificate that he has paid his entrance fee and his first year's contribution, he shall thereupon become a member of the Society. If one-third of the members present at the meeting so require, the voting shall be by ballot

ELECTION OF HONORARY MEMBERS.

8.—If a person is recommended to the Council for admission as an Honorary Member by three or more members, his claim shall be referred to a Committee for consideration. On their report, the Council may, if they see fit, recommend him to the Society as a proper person to be so admitted, whereupon he shall be proposed, and may be elected, in the same way as an ordinary member, save that a certificate of personal knowledge shall not be necessary.

An honorary member may not hold any office in the Society.

9.—An honorary member, being a British subject, who becomes resident in the United Kingdom, shall thereupon cease to be an honorary member, but may become an ordinary member without a fresh election by signing the form and obtaining the certificate mentioned in Article 7.

10.—An honorary member may become an ordinary member without being proposed or elected, by signing the form and obtaining the certificate mentioned in Article 7.

EXPULSION OF MEMBERS.

11.—Should the Council see cause for the expulsion from the Society of a member, they may call a Special General Meeting for that purpose; and if upon a vote taken while not less than twenty-four members are present, the Chairman of the meeting shall declare that three-fourths of the votes given, are for the expulsion of the member, he shall thereupon cease to be a member. The voting shall be by ballot, if one-third of the members present desire it to be so.

CONTRIBUTIONS OF ORDINARY MEMBERS.

12.—Each ordinary member shall on his election pay one guinea as an entrance fee, and one guinea for his first year's contribution, and shall pay an annual subscription of one

guinea on each following first day of January for the year commencing with that day, until he has ceased to be a member.

13.—No ordinary member shall be entitled to a copy of the Society's publications for any year until he has paid the contribution for that year, and for every preceding year (if any) during which he was an ordinary member, and the fine (if any) in respect thereof.

14.—If an ordinary member's contribution for any year is not paid before the next January, he shall not be entitled to a copy of the Society's publications for that year except by payment of a fine of five shillings in addition to the contribution.

15.—On each 1st of May the Treasurer shall send to each member whose contribution is in arrear, notice that he will not be entitled to a copy of the Society's publications for the current year, without payment of the fine, unless the contribution is paid before the ensuing 1st of January.

16.—On each 1st of January the Treasurer shall send to each ordinary member whose contribution for the preceding year is unpaid, notice thereof, with a copy of the rules relating to the contributions of members, and if the arrear and the fine be not paid by the 1st of May following, the defaulter shall cease to be a member of the Society, and his exclusion shall be announced at the next Annual Meeting, and published in the next issued Address of the President of the Society or the Auditors' Report, but the defaulter may be re-admitted by the Council without re-election on payment of his arrears, with the fine of five shillings for each year in arrear, and thereupon he shall receive such of the Society's publications as he would have received if he had not been in arrear.

17.—An ordinary member may, on his admission or subsequently, compound for his annual contributions for the remainder of his life by payment of ten guineas, all sums

then due, whether for entrance-fee, arrears, or fines, being paid at the same time.

18.—An ordinary member may resign his membership by notice in writing to the Treasurer, and payment of all contributions and fines (if any) then due.

MEETINGS OF THE COUNCIL.

19.—Before each meeting of the Society, a meeting of the Council shall be held at the appointed place, and at such time as the Council shall by general rule or otherwise direct; but any three members of the Council may by letter to the Secretary require an extra Meeting of the Council to be called; and if the Meeting is not so called, any three members of the Council may call it.

20.—Notice of each meeting of the Council shall be sent by the Secretary to every member of the Council whose residence is known.

21.—Three members shall be sufficient to constitute a meeting of the Council.

22.—Every question before a meeting of the Council shall be decided by open vote, unless a ballot is demanded by one-third of the members present.

23.—The decision of any question in Council meeting shall, at the desire of any two members present, or of one member if only three are present, be deferred to the next meeting, but shall not be again adjourned unless a majority of the members present so decide.

24.—Minutes of the proceedings of every Council meeting shall be taken by the Secretary, and afterwards fairly entered in the Minute Book, and the entry having been read over and allowed or corrected at the next Council meeting, shall be signed by the Chairman of that meeting.

ORDINARY MEETINGS OF THE SOCIETY.

25.—At least fourteen ordinary meetings of the Society

shall be held between each month of October and the next month of July, at such times and places as the Council shall by general rule or otherwise direct.

26.—The business of an Ordinary Meeting shall commence at eight in the evening precisely, or at such other time as the Council may appoint; and shall be (1) to read the minutes of the last Ordinary Meeting; (2) to announce any donations that may have been made to the Society; (3) to propose and vote for members; and (4) to read and discuss such communications relating to Philology, or other subjects concerning the Society (except as mentioned in Article 28), as have been approved by the Council.

27.—Every member may introduce a visitor at an Ordinary Meeting, with the consent of the meeting.

28.—At an Ordinary Meeting, no resolution relating to the rules or management of the Society shall be proposed, except as provided by Article 36.

ANNUAL GENERAL MEETINGS.

29.—The Annual General Meeting of the Members of the Society shall be held on the third Friday in May at eight in the evening, or on such other day, and at such other time as the Council shall appoint, to receive the Auditors' Report, to discuss and determine questions relating to the affairs of the Society, to elect Officers for the ensuing year, and to hear the President's Address, or other Paper authorized by the Council.

SPECIAL GENERAL MEETINGS.

30.—The Council shall call a Special General Meeting of the Society when it seems to them expedient, or upon a requisition signed by five members of the Society specifying, in the form of a resolution, the object for which the meeting is required. The meeting shall be called by notice specifying the time, the resolution proposed to be submitted to the meeting, and the names of the requisitionists (if any), which notice shall be sent to all members residing in the

United Kingdom, at least fourteen days before the meeting; and the meeting shall not discuss any subject not specified in the notice.

31.—At a General Meeting each member present shall have one vote.

CHAIRMAN OF A MEETING.

32.—At a meeting of the Society or of the Council, the Chair shall be taken by the President, or, in his absence, by one of the Vice-Presidents, or, if they also are absent, by one of the Members of the Council, or, if no Member of the Council be present, by a Member of the Society chosen by the Meeting.

33.—The Chairman of a Meeting of the Council or of the Society shall decide all questions of order, and in case of an equality of votes (whether by ballot or otherwise), shall have a casting vote in addition to his original vote.

TREASURER.

34.—The Treasurer shall keep an account of all moneys paid or owing to or by the Society, and shall receive or direct payment to the Society's bankers of all moneys payable to the Society, and shall give to every person who has paid his entrance-fee and first year's contribution, in addition to a receipt for the payment, a certificate of it, and shall pay into the Society's account at their Bankers all moneys received by him for the Society.

35.—No payment on account of the Society to the amount of £5 or upwards shall be made except upon order of the Council entered in the Council Meeting Minute Book, signed by the Chairman and registered by the Secretary.

36.—The Treasurer's accounts shall be audited by two or more Auditors, chosen by the Society at one of the three Ordinary Meetings next before the Annual General Meeting, who shall prepare and lay before the Annual General Meeting a statement, under proper heads, of the receipts and expendi-

ture during the year ending on the 31st of December, and a balance-sheet containing a summary of the property and liabilities of the Society at the end of that year, and also a list of any members in arrear for sums due at the commencement of that year, with the amounts of the arrears.

37.—The Treasurer may, with the approbation of the Council, appoint a proper person to collect the annual contributions of the members; and such Collector shall, if required by the Council, give satisfactory security. The Treasurer shall keep a Register of the Members of the Society as required by the Companies Act, 1862, section 25, and a Register of the Members of the Council as required by the forty-fifth section of that Act.

SECRETARIES.

38.—If there are several Secretaries, they shall arrange which of them shall for the time being perform the duties of Secretary, and the acting Secretary is herein referred to as "the Secretary."

39.—The Secretary shall attend meetings of the Society and of the Council, take minutes of their proceedings, and cause the same to be properly entered in the minute-books.

40.—At an Ordinary Meeting the Secretary shall read the minutes of the preceding meeting of the Society, give notice of any candidate proposed for admission or to be voted for, and read such of the letters and papers sent or presented to the Society as the Council shall direct to be read, but any paper may, with permission of the Council, be read by the author.

41.—Subject to the control of the Council, the Secretary shall have the superintendence of all persons employed by the Society except the Collector, and shall conduct the Society's correspondence.

42.—The Secretary shall have charge, under the direction of the Council, of the printing and publishing of the Papers and Transactions of the Society.

ALTERATION OF THE RULES.

43.—The Rules of the Society may be altered by a special resolution as defined in the Companies Act, 1862, section 51.

PROPERTY OF THE SOCIETY.

44.—The Council may appoint members of the Society to act as Trustees of such property of the Society as cannot be conveniently vested in the Society itself, and may from time to time remove or discharge any Trustee, and supply any vacancy in the office, and decide on the mode of investing or dealing with the moneys and investments of the Society.

45.—All the profits (if any) and other income of the Society shall be applied in promoting its objects, and no dividend, gift, division, or bonus in money, or other equivalent (except the papers or publications of the Society), shall be paid or made by the Society unto or among any of the members.

NOTICES.

46.—A notice required to be served on any Member or Officer of the Society for any purpose, may be served either personally, or by being left or sent through the post in a letter addressed to the Member at his registered address, or to the Officer, at the Society's registered office.

Names, Addresses, and Descriptions of Subscribers.

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HENRY SWEET, 140, Maida Vale, London, Master of Arts.

FREDERICK JAMES FURNIVALL, 3, St. George's Square, London, N.W., Barrister.

EDWARD LYALL BRANDRETH, 32, Elvaston Place, London, Barrister.

16 ARTICLES OF ASSOCIATION OF THE PHILOLOGICAL SOCIETY.

CHARLES PIERRE HENRI RIEU, 28, Woburn Square, Bloomsbury,
Keeper of Oriental MSS., British Museum.

JOHN NEWBY HETHERINGTON, 62, Harley Street, London, Teacher
of English.

CHARLES BAGOT CAYLEY, 4, South Crescent, Bedford Square,
London, Literary.

HENRY NICOL, 52, Thornhill Road, London, Gentleman.

Dated the 20th day of December, 1878.

Witness to the above signatures

CHARLES SWEET, 140, Maida Vale, London, Solicitor.

APPENDIX TO THE ABOVE ARTICLES OF ASSOCIATION.

FORM No. 1.

A.B. [*Here state the Christian name, surname, rank, profession, and usual place of residence of the candidate*] being desirous of admission into the Philological Society, we the undersigned propose and recommend him as a proper person to become a member thereof.

Witness our hands this day of 18

_____ [*from personal knowledge.*]

FORM No. 2.

I, the undersigned, having been elected a Member of the Philological Society, do hereby promise that I will be governed by the Rules of the said Society, as they are now formed or as they may hereafter be altered or amended; Provided, however, that whenever I shall signify in writing to the Society that I am desirous of withdrawing therefrom, I shall (after the payment of any annual contributions or fines which may be due by me at that period, and after giving up any books, papers, or other property belonging to the Society, in my possession or entrusted to me), be free from this obligation.

Witness my hand this day of 18

COPY OF THE AGREEMENT REFERRED TO IN THE
ARTICLES.

An Agreement made on the Fifth day of December, 1878, between James Augustus Henry Murray, of Mill Hill, in the County of Middlesex, Esq., LL.D. (President of the unincorporated Association called "The Philological Society" meeting at University College, London), (which Society is hereinafter referred to as "the Association"), and Frederick James Furnivall, Esq., Secretary of the Association, of No. 3, St. George's Square, Primrose Hill, in the County of Middlesex, that:—

1. Upon the adoption and confirmation of this Agreement by resolution of a Special General Meeting of the Association, the said Frederick James Furnivall shall forthwith procure the Memorandum and Articles of Association of an intended Company to be called "The Philological Society" and hereinafter referred to as "the Society," the draft of which Memorandum and Articles has been signed in token of approval by the parties hereto, to be registered with limited liability under the Companies Acts, 1862 and 1867, provided the licence of the Board of Trade for the registration of the Society with limited liability without the addition of the word "limited" to its name can be obtained.

2. Every person who is an ordinary member of the Association at the date of the registration of the Society, and who within one year thereafter subscribes the form No. 2 in the Appendix to the said Articles of Association, or any agreement to the same effect, shall thereupon become an ordinary member of the Society as from the said registration; and every person who is an Honorary Member of the Association at the said date shall thereupon become an Honorary Member of the Society as from the said registration; and the President and every other officer of the Association at the time of the said registration shall become an officer of the Society with the like title, powers, and duties in the Society as he previously had in the Association; and all the moneys, investments, manuscripts, books, and other pro-

perty of the Association shall become the absolute property of the Society for the purposes thereof, and shall be transferred accordingly to the Society or to the Trustees thereof, as the Council of the Society shall direct.

3. On and from the registration of the Society, the proceedings of the Association shall be taken up and continued by the Society instead of by the Association, and the annual contributions which would otherwise have been payable to the Association by the ordinary members thereof, shall thenceforth be paid by the said ordinary members to the Society according to the terms of the said Articles of Association, and all contributions and fines then owing by any of the members of the Association shall become due and be paid to the Society as parts of its funds; but no member of the Association who becomes a member of the Society shall be entitled to receive a copy of any of the Transactions and Publications either of the Association or of the Society until he has so paid all contributions and fines (if any) so owing by him to the Association, or for the time being owing by him to the Society.

4. All the debts, engagements, and liabilities of the Association shall be undertaken, paid, and discharged by the Society; and the printing and publication, or distribution of the Transactions of the Association, and of Papers communicated to the Association, shall be carried on and completed by the Society under the direction of the Council thereof.

The expenses of and incident to the preparation, execution, and carrying into effect of this Agreement, shall be paid out of the funds of the Association.

As witness the hands of the said parties

JAMES A. H. MURRAY,

FREDK. J. FURNIVALL.

Memorandum
AND
Articles of Association
OF
THE PHILOLOGICAL SOCIETY.
(Registered 2nd January, 1879.)

PHILOLOGICAL SOCIETY.

(MEETING AT UNIVERSITY COLLEGE, LONDON, W.C.)

1884.

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